

**STATE OF ILLINOIS
ILLINOIS COMMERCE COMMISSION**

AMEREN ILLINOIS COMPANY
d/b/a Ameren Illinois

Petition for a Certificate of Public
Convenience and Necessity, pursuant to
Section 8-406.1 of the Illinois Public Utilities
Act, and an order pursuant to Section 8-503,
to construct, operate and maintain a new
138,000 volt electric line in Champaign
County, Illinois.

)
)
)
)
)
)
)
)
)
)
)

Docket No. 12-0080

AMEREN ILLINOIS COMPANY'S PROPOSED ORDER

Albert D. Sturtevant
Rebecca L. Segal
WHITT STURTEVANT LLP
180 N. LaSalle Street, Suite 1822
Chicago, Illinois 60601
(312) 251-3017
sturtevant@whitt-sturtevant.com
segal@whitt-sturtevant.com

Edward C. Fitzhenry
Matthew R. Tomc
AMEREN SERVICES COMPANY
One Ameren Plaza
1901 Chouteau Avenue
St. Louis, Missouri 63166
(314) 554-3533
(314) 554-4014 (fax)
efitzhenry@ameren.com
mtomc@ameren.com

DATED: June 12, 2012

Table of Contents

| | |
|---|----|
| I. PROCEDURAL HISTORY | 1 |
| II. STATUTORY CRITERIA | 1 |
| III. SECTION 8-406.1 CERTIFICATE | 2 |
| A. Need for the Project | 2 |
| 1. Position of AIC | 2 |
| 2. Position of Staff | 5 |
| 3. Commission Conclusion | 6 |
| B. Managerial and Technical Ability | 6 |
| 1. Position of AIC | 6 |
| 2. Position of Staff | 6 |
| 3. Commission Conclusion | 6 |
| C. Financial Ability | 6 |
| 1. Position of AIC | 6 |
| 2. Position of Staff | 7 |
| 3. Commission Conclusion | 7 |
| D. Route Selection | 7 |
| 1. Position of AIC | 7 |
| 2. Position of Staff | 11 |
| 3. Position of Savoy | 12 |
| 4. AIC's Response to Savoy | 12 |
| 5. Staff Response to Savoy | 16 |
| 6. Commission Conclusion | 17 |
| E. Other Section 8-406.1 Requirements | 17 |
| 1. Position of AIC | 17 |
| 2. Position of Staff | 17 |
| 3. Commission Conclusion | 18 |
| IV. SECTION 8-503 ORDER | 18 |
| 1. Position of AIC | 18 |
| 2. Position of Staff | 18 |
| 3. Commission Conclusion | 18 |
| V. FINDING AND ORDERING PARAGRAPHS | 19 |

I. PROCEDURAL HISTORY

On January 30, 2012, Ameren Illinois Company (“AIC” or the “Company”) filed a Petition with the Illinois Commerce Commission (“Commission”) for a Certificate of Public Convenience and Necessity (“Certificate”) pursuant to Section 8-406.1 of the Public Utilities Act (“Act”), 220 ILCS 5/8-406.1, authorizing AIC to construct, operate, and maintain a new 138 kilovolt (kV) electrical transmission line between its Bondville Route 10 and Southwest Campus Substations (the “Transmission Line”).

The Transmission Line consists of two new non-contiguous transmission-line segments (the “New Segments”) totaling approximately 8.5 miles in length connecting to an existing 1.5 mile 138 kV line segment currently classified as a distribution line (the “Existing Distribution Line”) in Champaign County, Illinois. These three segments are collectively termed the “Transmission Line”. The Transmission Line will connect the Bondville Route 10 and Southwest Campus substations south and west of Champaign, Illinois. Substation modifications at the Bondville, Southwest Campus and Windsor substations (which modifications, together with the Transmission Line and all appurtenant land rights, constitute the “Project”) will also be required. Although AIC will only be constructing the two New Segments, AIC requested a Certificate for the entire Transmission Line because the Existing Distribution Line is being reclassified as transmission. AIC also requested an order pursuant to Sections 8-503 and 8-406.1(i) of the Act, 220 ILCS § 5/8-503, § 5/8-406.1(i), directing that the Project be built.

The Staff of the Commission (“Staff”) participated in the proceeding. In response to AIC’s Petition, the following parties filed Petitions for Leave to Intervene, which were granted: the Village of Savoy (“Savoy”); Boyd Farm Trust; MACC Capital Holdings, Inc. (“MACC”), Curtis Orchard of Champaign, IL, Heffernan Family, Lo Family of Savoy, Illinois; and Cunningham Children’s Home Foundation (“CCH”). Richard Helton and Robert McCleary testified on behalf of Savoy. John Peisker testified on behalf of MACC. Martin Livingston testified on behalf of CCH.

Rick Foster, Roger Nelson, Jerry Murbarger, Donell Murphy, and Darrell Hughes submitted testimony on behalf of AIC. Greg Rockrohr and Michael McNally testified on behalf of Staff. An evidentiary hearing was held in the Commission’s Springfield office on May 31, 2012. The record was marked Heard and Taken on June 11, 2012. Briefs were filed on behalf of AIC, Staff and Savoy on June 12, 2012. AIC filed a Motion to Reopen the Record to Admit Certain Additional Evidence on June 19, 2012.

II. STATUTORY CRITERIA

Section 8-406.1 of the Act, 220 ILCS 5/8-406.1, requires that, in pertinent part:

The Commission shall, after notice and hearing, grant a certificate of public convenience and necessity filed in accordance with the requirements of this Section if, based upon the application filed with the Commission and the evidentiary record, it finds the Project will promote

the public convenience and necessity and that all of the following criteria are satisfied:(1) That the Project is necessary to provide adequate, reliable, and efficient service to the public utility's customers and is the least-cost means of satisfying the service needs of the public utility's customers . . . ; (2) That the public utility is capable of efficiently managing and supervising the construction process and has taken sufficient action to ensure adequate and efficient construction and supervision of the construction; and (3) That the public utility is capable of financing the proposed construction without significant adverse financial consequences for the utility or its customers.

Notwithstanding any other provisions of this Act, a decision granting a certificate under this section shall include an order pursuant to Section 8-503 of this Act authorizing and directing the construction of the high voltage electric service line and related facilities as approved by the Commission, in the manner and within the time specified in said order.

Section 8-503 of the Act, 220 ILCS 5/8-503 requires that, in pertinent part:

Whenever the Commission, after a hearing, shall find that additions, extensions, repairs or improvements to, or changes in, the existing plant, equipment, apparatus, facilities or other physical property of any public utility or of any 2 or more public utilities are necessary and ought reasonably to be made or that a new structure or structures is or are necessary and should be erected, to promote the security or convenience of its employees or the public or promote the development of an effectively competitive electricity market, or in any other way to secure adequate service or facilities, the Commission shall make and serve an order authorizing or directing that such additions, extensions, repairs, improvements or changes be made, or such structure or structures be erected at the location, in the manner and within the time specified in said order.

III. SECTION 8-406.1 CERTIFICATE

A. Need for the Project

1. Position of AIC

AIC is a public utility within the meaning of Section 3-105 of the Act, 220 ILCS 5/3-105, is an electric utility within the meaning of Section 16-102 of the Act, 220 ILCS 5/16-102, and is engaged in the business of supplying electric power and energy throughout its certificated service territory within the State of Illinois. AIC has requested

authority from this Commission to construct, operate, and maintain a new 138 kilovolt (kV) electrical transmission line between its Bondville Route 10 and Southwest Campus Substations.

AIC stated the proposed Project is needed for AIC to provide adequate, reliable and efficient service to the Project Area. AIC witness Mr. Foster testified that the Project is necessary to prevent widespread outages and the loss of electric service in the Champaign area during coincident outages of transmission elements. (Ameren Ex. 1.0 (Foster Dir.), p. 5.) There is approximately 440 MW of load at risk, which exceeds the 300 MW threshold prescribed by AIC's transmission planning criteria filed with FERC and thus requires mitigation. (Id.) Based on the risk of voltage collapse and expected load growth, AIC notes that both Staff and AIC agree the Project is necessary to provide adequate, reliable and efficient service to the Champaign area. (ICC Staff Ex. 1.0 (Rockrohr Dir.), pp. 6-7.)

AIC explained it evaluated five transmission mitigation options to address the need for system reinforcement as discussed in detail in the Champaign Area Transmission Study (the "Study"). (Ameren Ex. 1.20.) The purpose of the Study was to develop a comprehensive long-term (through 2021) transmission plan for the Champaign area. (Ameren Ex. 6.0 Rev. (Foster Reb.), p. 11.) Based on the study, AIC selected the Project as the preferred mitigation option and proceeded with route design and siting analysis. (Id.) The Study discusses the upgrades required by each plan and the estimated cost to implement the plan. The alternatives studied include: (1) a new 138 kV line between the North Champaign and Southwest Campus substations and a second 138 kV line between the Rising and Bondville substations; (2) a new 138 kV line between the Bondville and Southwest Campus substations; (3) a new 138 kV line between the Bondville and Southwest Campus substations and a second 138 kV line between the Rising and Bondville substations; (4) a new 138 kV line between a new Mira four breaker ring bus substation and the Southwest Campus Substation and a second 138 kV line between the Rising and Bondville substations; and (5) a new 138 kV line between the Sidney and Southwest Campus substations. (Ameren Ex. 1.0, pp. 23-24.) Each of these plans was developed such that they would successfully mitigate the potential for voltage collapse in the Champaign area in addition to any local voltage or thermal constraints for single and multiple contingencies. (Id.) A detailed analysis of these alternatives was performed under 2021 summer forecast peak conditions. (Id.) A future Sidney to Rising 345 kV line was included in all the 2021 summer power flow models in the Study. (Id.) A mitigation plan that consisted solely of distribution and transmission substation upgrades was also developed and tested under contingency conditions. This plan failed to successfully mitigate the potential for voltage collapse. (Id.)

AIC stated it selected option (2), which is the Project proposed in this case, because AIC found this option to be the best option for addressing the reliability needs of the Project Area. AIC also determined this option was the least cost option. AIC determined that selecting another mitigation project proposed in the Study would not deliver the best solution to the voltage collapse issue. (Ameren Ex. 6.0 Rev., p.10.) By

contrast, the mitigation option selected by AIC produced the best solution over the long term. (Id.)

In addition to being least cost, AIC states the selected mitigation option is preferable because three of the other four transmission options require construction of a second 138 kV line, since a second source would be needed to supply both the Bondville and Southwest Campus substations by 2021. (Id.) Although the need for a second source to Bondville was not identified for the Southwest Campus to Sidney option by 2021, it would likely be needed within a few years thereafter. (Id.) Construction of a second Bondville to Rising 138 kV line could result in the placement of three separate lines on the same properties. (Id.) Moreover, there are additional long term costs associated with the four mitigation options not selected by AIC that were not included in the project option costs shown in the Study. (Id.) The rejected options also did not provide for an additional source in the vicinity of the I-57-Curtis Road interchange. (Id., p. 11.) Had one of the rejected options been selected, a new 69 or 138 kV line may have had to be constructed south from Bondville or west from Windsor to meet future load growth. (Id.) If those costs were reflected in the other mitigation options, the costs of those options would increase. (Id.)

AIC states the Project proposed in this proceeding is the preferable mitigation option based on the costs, constructability constraints, availability of existing facilities and right-of-ways and potential for meeting long-term future growth in the Champaign area. (Ameren Ex. 1.0, p. 24.) Therefore, it is AIC's position that the proposed Transmission Line represents the best, and least cost option, for mitigating the risk of voltage collapse in the Champaign area by 2015. (Ameren Ex. 6.0 Rev., p. 2.)

In determining the need for the Project, AIC performed a contingency analysis for forecasted 2015 summer peak load conditions in the Project Area, as prescribed by the NERC planning standards and the AIC transmission planning criteria, where both single and multiple outages of transmission elements were evaluated. (Ameren Ex. 1.0, pp. 16-18.) Based on the contingency analysis, AIC determined that a second transmission source is needed at the Southwest Campus Substation. (Id., pp. 18-19.) Long-term studies also indicate the need for a second transmission source to the Bondville Route 10 Substation. (Id.) Therefore, AIC asserts transmission plans designed to maintain adequate voltage support to the Champaign area should consider additional transmission support to both substations. (Id.) This will allow the full utilization of the bulk supply transformer redundancy at the Southwest Campus Substation. (Id.) It will also prevent the loss of two bulk supply transformers for a single transmission contingency. (Id.) A second transmission supply to the Southwest Campus Substation would also allow the existing transmission supply line to this substation to be taken out of service for required maintenance. (Id.) The predominant concentration of load growth in the area south and west of Champaign further supports a second transmission source to the Bondville Route 10 Substation. (Id.) A new 138 kV transmission line between the Southwest Campus Substation and Bondville Route 10 Substation, the line proposed in this case, would provide the second transmission supply line to both substations. (Id.) New 138 kV breakers and ring-buses at both

substations would also ensure that the transmission supply is maintained under single transmission contingency conditions. (Id.)

As shown in Ameren Exhibit 1.15, AIC proposed to construct a new 138 kV line between the existing Southwest Campus Substation and the Bondville Route 10 Substation via the Windsor Substation. AIC asserted the proposed Transmission Line will improve the reliability of the distribution system and support both near and long term load growth in the area. (Ameren Ex. 1.0, p. 21.) It will connect two existing radial 138 kV lines resulting in a more robust system. (Id.) The existing Rising to Bondville Route 10 and Sidney to Southwest Campus 138 kV lines will no longer be operated as radial lines but as part of the networked transmission system. (Id.) This network system will provide a second transmission supply line for both the Southwest Campus and Bondville Route 10 138/69 kV bulk supply substations. (Id.) The new line and circuit breaker additions at the Southwest Campus Substation will prevent a single contingency from removing more than one bulk supply transformer from service. (Id.) It will also ensure that a transmission path is available to the North Champaign, Bondville Route 10 and Southwest Campus bulk supply substations from both the Sidney and Rising substations for the outage of any single transmission line. (Id.)

AIC noted Staff witness Mr. Rockrohr testified that a project is needed to reinforce AIC's 138 kV system to mitigate the risk of voltage collapse in the Champaign area in 2015. (ICC Staff Ex. 1.0, p. 10.) He agreed with AIC's conclusion that its proposed 138 kV transmission line would adequately address this risk, and is necessary to provide adequate, reliable and efficient service. (See ICC Staff Ex. 1.0, p. 10.)

AIC contends that service needs require the Transmission Line be in service by June 1, 2015. (Ameren Exs. 1.0, p. 28; 10.0 Rev. (Foster Sur.), p. 8.) If the in-service date is delayed, AIC states the probability of a voltage collapse and loss of the entire Champaign area load will increase since the time the load will exceed the critical levels will be longer. (Ameren Ex. 1.0, p. 28.) AIC also contends that any delay in the construction of the Transmission Line is not appropriate and would be disruptive to the service that the customers in the Champaign area require. In addition, AIC will not be able to meet the requirements specified in its FERC-filed transmission planning criteria.

2. Position of Staff

Staff stated AIC presented power flow analyses that indicate voltage collapse in the Champaign area in 2015 would be likely under three separate scenarios unless it mitigates the risk. (Ameren Ex. 1.0, pp. 16-22.) Staff agrees that AIC should take steps to mitigate the risk of voltage collapse should two of its transmission elements simultaneously experience an outage, but Staff expressed concern that AIC did not adequately incorporate in its plans the other transmission lines that it plans to construct in the same geographical area. (Staff Ex. 1.0, p. 10; Staff Ex. 3.0, pp. 3-4.) Staff proposes one modification to the Company's proposal in order to address this concern. The modification is discussed in III.D.2 below.

3. Commission Conclusion

Based on the evidence presented by AIC regarding the need for the Transmission Line, and Staff's evidence and concurrence that the Transmission Line is necessary and in the public interest, the Commission determines that the construction of the Transmission Line by AIC will promote the public convenience and is necessary to provide adequate, reliable, and efficient electric power service to the Project area and is the least-cost means of satisfying this electric power service need.

B. Managerial and Technical Ability

1. Position of AIC

AIC states it is capable of efficiently managing and supervising construction of the Transmission Line. AIC has built lines and projects of this magnitude and has recently received approval from the Commission (ICC Docket Nos. 06-0179, 06-0706 and 10-0079) to construct several lines in Illinois. (Ameren Ex. 3.0 Rev. (Murbarger Dir.), p. 10.) Furthermore, the Transmission Line will be constructed in accordance with all applicable federal and state regulations and orders of the Commission, including 83 Ill. Admin. Code Part 305 and the National Electrical Safety Code. (Id.)

2. Position of Staff

Staff notes AIC witness Mr. Murbarger attests to AIC's capabilities with respect to management and supervision of the construction of the 138 kV transmission line that AIC proposes. AIC presently owns, operates, and maintains several hundred miles of transmission line in Illinois, and has already completed several transmission projects in the state. AIC has employees that Staff believes to be knowledgeable in matters of transmission line construction. Should AIC receive the CPCN it requests, it is Staff witness Rockrohr's opinion that AIC will be capable of successfully managing and supervising the construction of the project. (ICC Staff Ex. 1.0, p. 9)

3. Commission Conclusion

The Commission concludes that AIC is capable of efficiently managing and supervising the construction process and has taken sufficient action to ensure adequate and efficient construction and supervision thereof.

C. Financial Ability

1. Position of AIC

AIC asserts Staff and AIC agree that constructing the proposed Transmission Line will not have adverse financial consequences for AIC or its customers. (Ameren Ex. 5.0 (Hughes Dir.), p. 3; ICC Staff Ex. 2.0, pp. 1-2.) AIC determined the total estimated cost of the Project is between \$36 million (Primary Route including substation) and \$65 million (Alternative Route including substation). (Ameren Ex. 3.0

Rev., p. 11.) AIC testified the scale of the Project does not significantly add to the overall level of construction financing that AIC will undertake during the 2012 to 2015 timeframe. In addition, the Project is assumed to be in service by June 1, 2015, and transmission revenue recovery would begin at that time. Increased transmission revenue would provide adequate cash flow to fully support the amount of debt and equity that was used to finance the Project during construction. (Ameren Ex. 5.0 (Hughes Dir.), p. 7.) Other costs such as depreciation, maintenance and operations would also be recovered via the transmission rates. (Id.) This revenue would have a beneficial sustaining effect on credit metrics and ratings. (Id.) Thus, AIC testified it can finance the Project without adverse financial consequences to the utility or its customers.

2. Position of Staff

Staff witness McNally reviewed the Company's filing and the supplemental information provided in response to Staff data requests. He testified that the estimated cost of the proposed construction is approximately \$34.3 million to \$63.7 million, which will be incurred over several years, with a peak annual cost of the \$13 million to \$22.7 million in 2014. He also stated that these amounts are diminutive relative to AIC's net utility plant and operating revenues. (Staff Ex. 2.0, p. 2.) In addition, he testified the funds for the project are included in the Company's capital budget forecast, which averages approximately \$584 million over the next 5 years and of which the project constitutes no more than 6% in any single year. (Id.) Therefore, Staff recommends that the Commission find that AIC is capable of financing the proposed construction without significant adverse financial consequences for the utility or its customers. (Id.)

3. Commission Conclusion

Based on the testimony presented by AIC and Staff, the Commission finds that AIC is capable of financing the proposed construction without significant adverse financial consequences for the utility or its customers.

D. Route Selection

1. Position of AIC

AIC contends Section 8-406.1 requires that AIC select two alternate routes for a project: "applicant shall provide and identify a primary right-of-way and one or more alternate rights-of-way for the Project...." 220 ILCS 5/8-406.1(B)(viii). In compliance with that requirement, AIC proposed both a Primary and Alternate Route. AIC states the routes were selected in a comprehensive process including public and stakeholder meetings, consultation with local governmental representatives, and state regulatory bodies. (See Ameren Ex. 4.0 (Murphy Dir.).)

AIC asserts the Primary Route is shorter and less costly than the Alternate Route, due in large part to the location of the University of Illinois-Willard Airport, which the Alternate Route must avoid. The Primary Route also makes use of existing

easements and the Existing Distribution Line, minimizes the potential for impact to existing residences, minimizes the potential for impact to developments as they were known at the time the analysis was completed, and limits the length of the Transmission Line, which would minimize overall ground disturbance while also utilizing existing easements, and best represents what AIC interpreted as the majority consensus of participants in the public process. (Ameren Ex. 4.0, p. 9.) For these reasons, and based on the testimony of Staff and the other parties, AIC believes the record supports the selection of the Primary Route as the best and least cost option.

ERM assisted AIC in facilitating a process in which stakeholder engagement and public involvement was integrated with route development and selection. (See Ameren Ex. 4.0 (Murphy Dir.).) AIC conducted a comprehensive route siting analysis to support its selection of the Primary and Alternate Routes, as explained by AIC witness Ms. Murphy. (Id.) AIC contends the comprehensive nature of this process supports the conclusion that the Primary Route should be selected.

As part of the siting analysis, AIC evaluated existing linear facilities (transmission lines, pipelines, railroads, etc.) in the area to determine if the Transmission Line could be routed along the same corridor. (Id.) AIC has also evaluated environmental, wetlands and other land use impacts in establishing its line routing and siting criteria. (Id.) The purpose of this evaluation was to minimize such impacts in establishing the Transmission Line's routes. (Id.)

AIC explained the study of the potential routes associated with the Transmission Line was conducted through a comprehensive integrated process, where participation by stakeholders and the general public was incorporated into route development and selection. (Id.) The process included holding meetings associated with the stakeholder/public process, collecting input as to what factors may be considered for route development and selection (including locations of such considerations), and allowing feedback regarding routing decisions as they have been made at each milestone phase of route development. (Id.) These meetings included the three public meetings required by Section 8-406.1. Each of these milestone phases of route development included a corresponding stakeholder working group meeting and at least one public open house. (Id.) The integrated route development/selection and stakeholder/public process was intended to be an open and transparent process aimed at engaging potentially affected parties early and at regular intervals as routing decisions were being made. (Id.) AIC testified this facilitated not only an understanding by stakeholders and the public of the process itself, but also the need for the Project. (Id.) The final Primary and Alternate Route for the Transmission Line was derived from this process.

AIC further explained that upon the selection of potential route alternatives to be carried forward for the Transmission Line, the environmental characteristics of each alternative were evaluated in conjunction with cost and constructability. (Id., p. 8.) Cost considerations generally included the assessment of existing easements and potential use of these easements, and length of line related to each alternative. Constructability

considerations generally included the assessment of existing and available access and preliminary design considerations. (Id.) The environmental-related characteristics of the potential route alternatives were further studied to identify those alternatives having a lesser potential for environmental (human and natural) impact. (Id.) Concurrent with this evaluation, preliminary design considerations (such as structure height or potential pole placement relative to selected existing features) and the presence of existing access and easements were also evaluated. (Id., pp. 8-9.)

AIC testified that throughout the process, certain routing considerations were consistently raised for discussion by participants in the process. These considerations included the University of Illinois-Willard Airport, existing residential use areas, and future developments – both proposed and approved as planned. (Id., p. 10.) From the route siting analysis, the proposed Primary and Alternate Routes emerged as the optimum locations for the proposed Transmission Line. As Section 8-406.1 requires AIC to identify a primary route, the Primary Route was selected as the route having the least potential for impact, all things considered and as discussed herein, among the Proposed Routes. (Id., p. 9.)

With respect to Staff witness Mr. Rockrohr's proposal to modify a segment of AIC's proposed routes to accommodate a possible future 345 kV Sidney-Rising transmission line, AIC explained Midwest ISO (MISO) board of directors unanimously approved the MTEP11 Appendix A that contains seventeen Multi Value Projects on December 8, 2011. (Ameren Ex. 6.0 Rev. (Foster Reb.), p. 4.) The Sidney-Rising 345 kV line project is a MISO Multi Value Project (MVP), and is described in the MISO MVP Portfolio Analysis Full Report. (Id., p. 3.) The project consists of approximately 27 miles of 345 kV line between the AIC-owned Sidney and Rising substations. Further, AIC explained it is expected to promote wind generation moving from the west to the east into Indiana. Mr. Rockrohr believes that utilizing double-circuit towers on a three-mile segment of the Primary Route instead of building separate stand-alone transmission lines could reduce the combined cost of the two projects by about \$3 million. (ICC Staff Ex. 3.0, p. 9.) Under Staff's proposed modification, dual circuit towers would be required on the Primary Route from the first structure outside the Bondville Rt. 10 Substation and then south for three miles. The Alternate Route would require dual circuit towers from Bondville Rt. 10 Substation to the area southeast of the airport where the alternate line turns north. (Ameren Ex. 8.0 Rev. (Murbarger Reb.), p. 4.)

AIC testified AIC will construct the Transmission Line with Mr. Rockrohr's modification if so ordered by the Commission, as long as AIC can clearly obtain full cost recovery for the modified route construction, including the dual circuit structures (which will add \$6 million to the Project cost). (Ameren Exs. 10.0 Rev. (Foster Sur.), p. 2; 11.0 Rev. (Murbarger Sur.), pp. 3-4.) However, AIC noted this Commission should be aware of certain concerns about a potential dual circuit line. As Mr. Foster explained, there are reliability concerns with putting two transmission lines in the same corridor. (Id.) Having two lines in the same proximity increases the probability that the adjacent lines will be impacted by the same outage event. (Id.) This is especially crucial in instances

where the multiple lines support a common load pocket. (Id.) There are situations where transmission lines must share common towers or common corridors through congested areas or to circumvent natural barriers; however, where feasible, it is desirable to separate the lines as much as possible. (Id.) There are also concerns about scheduling maintenance on common tower circuits. (Id.) To perform maintenance on one circuit, both circuits must be removed from service. (Id.) For these conditions, the system operator will require that there will be no criteria violations for the next contingency. (Id.) This makes maintenance scheduling difficult even at off-peak load levels. (Id.)

With respect to land rights for the routing of the Transmission Line, AIC contends it will need to acquire new easements along approximately 0.5 miles of the Existing Distribution Line. (Ameren Ex. 3.0 Rev. (Murbarger Dir.), p. 9.) AIC's predecessor originally acquired easements along the Existing Distribution Line in the late 1980's, but these existing easements have been determined to be inadequate in width for the upgrade and operation of the Existing Distribution Line as a 138 kV transmission line. (Id.)

AIC contends it will also need to acquire easements, including all necessary and appurtenant land rights, for approximately five miles of the New Segments' route (the remainder will be constructed in the existing easement corridor discussed below).

AIC is also planning to utilize an existing easement corridor. For the New Segment starting at the Bondville Route 10 Substation and extending south, AIC has existing 132-foot-wide easements for the first three and one-half miles. These easements were secured in the early 1970's in anticipation of a transmission loop around the southwest side of Champaign-Urbana, but no line was built in this corridor. It is anticipated that after final engineering design, approximately three to four of these easements may need to be modified due to limiting restrictions in the easement document. It is AIC's intention to seek to secure the needed modifications through negotiations. (Ameren Ex. 2.0 (Nelson Dir.), pp. 7-8.)

As discussed by AIC witness Mr. Murbarger, an overall width of right-of-way of 100 feet will be required on newly acquired right-of-way (except for dual circuit sections, as discussed below). (Ameren Ex. 3.0 Rev., p. 6.) The 100 foot wide easement is required to provide adequate clearance from the transmission line conductors to the edge of the right-of-way for operational and maintenance purposes. (Id.) It is also the minimum easement required for long span construction. (Id.) The 100-foot easement will provide adequate NESC clearances from the conductor to a building on the edge of the right-of-way (NESC Rule 234C.1). (Id.) Also, the 100-foot easement is the minimum easement width that will provide the necessary clearance to trees or vegetation at the edge of the right-of-way. (Id.) Maintenance of this clearance is necessary for the safe operation of the line. (Id.) AIC may also require construction easements to construct the Transmission Line. (Id.) During the installation of the wires, the construction contractor may have a need to set up equipment off the 100-foot wide right-of-way. (Id.) Depending on where this might occur, there may be a need to obtain

construction easements. (Id.) If such easements are needed, they would be up to and including 100 feet in width. (Id.)

AIC identified one exception to the overall width of right-of-way of 100 feet is the corridor of existing 132-foot utility easements (south of Bondville Route 10 Substation, as discussed above). In this area, AIC states it may be necessary to amend an existing easement or acquire a new easement due to structure limitations in the existing easements. Also, along the Existing Distribution Line (north side of Curtis Road), the existing building construction and urban setting may require a narrower right-of-way width due to the lack of available space for right-of-way. Further, on those portions of the route where the transmission line parallels existing road right-of-way or railroad right-of-way, a portion of the transmission right-of-way may be included in the road or railroad right-of-way. (Ameren Ex. 2.0, p. 9.)

AIC explained it will also need to purchase land adjacent to the Bondville Route 10 Substation in order to complete necessary substation improvements. Equipment, including breakers, switches and a new bay for the line terminals in the substation are planned to be installed on the south end of the existing substation. There is presently not enough land within the existing site to accommodate this new equipment. AIC may require up to 100 additional feet on the south end of the property for said equipment and buffer area outside of the fence. AIC intends to seek to acquire any land needed through a negotiated purchase. However, AIC cannot presently rule out the possibility that, should negotiations be unsuccessful, eminent domain authority could be required to obtain the property. (Id.)

Moreover, AIC asserts if required to use dual circuit structures, AIC would have to acquire additional land rights in order to provide the necessary clearances for both the 138 kV and 345 kV lines. The minimal width of right-of-way for a 345 kV line is 150 ft. This right-of-way would be required where any dual circuit structure was located to accommodate a possible future 345 kV line. This would be true even where AIC has existing easements south of Bondville, as these easements are only 132 feet wide. If the Commission directed AIC to build dual circuit towers, the Commission should also then direct AIC to acquire 150-foot easements to accommodate the possibility of a future 345 kV line. (Ameren Ex. 8.0 Rev. (Murbarger Reb.), p. 3.)

2. Position of Staff

Staff witness Mr. Rockrohr recommends that the Commission select the Primary Route, with one modification. Mr. Rockrohr proposes to modify a segment of AIC's proposed routes to accommodate a possible future 345 kV Sidney-Rising transmission line.. Mr. Rockrohr expressed some concern that AIC did not disclose at these meetings its plans to construct: (1) a new 345 kV Sidney to Rising electric transmission line that will likely occupy space in the same general area if approved; (2) a new 345/138 kV transmission substation on the west side of Champaign; and (3) a distribution substation near the intersection of Interstate 57 and Curtis Road. He stated that the routing choices AIC proposes may or may not be received in the same manner by area

landowners and stakeholders had AIC presented facts about other transmission projects planned for the same area at its public open houses and stakeholder meetings.

3. Position of Savoy

In its Initial Brief, for the first time in this case, the Village of Savoy (“Savoy”) recommended the Commission deny AIC’s Petition. Savoy’s recommendation is based on two allegations: that AIC failed to provide notice of its public hearings, and that the Project is not the least cost option for addressing the Champaign area’s transmission needs.

4. AIC’s Response to Savoy

Although not explained by Savoy, AIC assumes that Savoy intends that all relief set forth in AIC’s Petition be denied. AIC notes no witness in this case testified that AIC’s Petition should be denied. AIC contends the record shows Savoy’s own witnesses’ testimony, and their Brief, flatly contradicts this recommendation. When asked in his direct testimony if Savoy opposes the Petition filed by AIC, Village Manager Mr. Helton responded: “The Village of Savoy *supports* Ameren’s desire to construct a 138 kV line from Bondville to the Southwest substations that will provide *much needed capacity and service* to . . . Savoy.” (Savoy Ex. 1.0, lines 54-58; See also Savoy Init. Br. ¶15)(emphasis added.) In fact, Savoy was “simply requesting that it be given the same consideration as Champaign when . . . suggesting the alternate route.” (Savoy Ex. 1., p. 8.) Thus, until briefing, Savoy supported AIC’s Petition, and agreed that the Project is necessary. The *only* issue Savoy had contested was the final selection of the route, recommending the Commission select the Alternate Route. If Savoy had a legitimate concern with the Project that it failed to raise in direct testimony, it could have done so in rebuttal. Savoy did not do so, or submit any rebuttal testimony.

Moreover, AIC argues Savoy has presented no sound legal or evidentiary basis for which the Commission should deny AIC’s Petition. AIC posits the extensive evidence in this case shows that the proposed Project satisfies the requirements of Section 8-406.1, and both Staff and AIC agree that public convenience and necessity require the Project be constructed by AIC. (AIC Init. Br. 2.; ICC Staff Init. Br. 4.)

AIC contends that while Savoy alleges that AIC has failed to supply an adequate record, Savoy summarily disregards the voluminous evidence in this case, including a study of the Champaign area transmission system, multiple power flow analyses, and a route siting study, demonstrating AIC has met all the statutory requirements and that the Project is necessary and the best and least cost means of mitigating the risk of voltage collapse in the Champaign area. (Savoy Init. Br. ¶19.) Savoy’s recommendation is based on two allegations: that AIC failed to provide notice of its public hearings, and that the Project is not the least cost option for addressing the Champaign area’s transmission needs. (Savoy Init. Br. ¶19.) AIC argues Savoy’s recommendation should be disregarded for the following reasons: (1) the record shows notice was published; and (2) AIC has demonstrated (and Staff agrees) the Primary Route is the best and least cost option.

The Record Shows Notice Was Published

AIC notes Savoy's Brief alleges the evidence in this docket does not disclose whether notice of the public meetings was "published in a newspaper of general circulation within Champaign County once a week for three consecutive weeks in the one month period before October 11, 2011 (the date of the first public meeting)". (Savoy Init. Br. ¶13.) Savoy alleges that, without proper notice, the statutory requirements of 220 ILCS 5/8-406.1 will not be met (Id.) AIC argues the record evidence in this case, however, including sworn testimony, shows that AIC published proper notice and has met all the requirements of Section 8-406.1.

The Act requires "Information showing that the utility has held a minimum of 3 pre-filing public meetings to receive public comment concerning the Project in each county where the Project is to be located, no earlier than 6 months prior to the filing of the application. Notice of the public meeting shall be published in a newspaper of general circulation within the affected county once a week for 3 consecutive weeks, beginning no earlier than one month prior to the first public meeting." 220 ILCS 5/8-406.1(a)(3). AIC witness Ms. Murphy testified the three public meetings required by Section 8-406.1 were separately held on October 11th, November 10th, and December 13th, 2011 at the Hilton Garden Inn in Champaign, Illinois from 4:00 to 7:00 p.m. (Ameren Ex. 4.0 (Murphy Dir.), p. 27.) She also testified as follows:

Q. Were notices of the meetings published in a newspaper of general circulation?

A. Yes. A copy of the notices is included in the Siting Study attached as Ameren Exhibit 4.2.

Q. Were county clerks notified?

A. Yes. A copy of the notices is included in the Siting Study attached as Ameren Exhibit 4.2.

(Id.)

AIC asserts its verified Petition clearly states this as well. (Petition ¶ 6.) AIC also argued no witness testified that proper notice of the public meetings was not given. In fact, the witnesses for Savoy testified that they attended the public hearings, so clearly they must have received notice of them. (Savoy Ex. 2.0 Rev., p. 4 ("The Village of Savoy . . . attended all of the preliminary meetings at which Ameren presented information prior to filing its petition.") In direct testimony, Village Manager Mr. Helton admitted that he has known about the Project for over two years:

Q. How did you first become aware of the Project which Ameren is proposing pursuant to the Petition?

- A. Over the past two years, Ameren has conducted several public information and stakeholder meetings in the Champaign area to explain their plans and seek feedback from potentially affected citizens, land owners, businesses, etc.

(Savoy Ex. 1.0, p. 2.)

Furthermore, AIC witness Ms. Murphy testified that notices were meant to be an Appendix to Ameren Exhibit 4.2. Ameren Exhibit 4.2, Appendix D, is titled, “2011 Notices to Champaign County Clerk and Newspaper Ads.” (Ameren Ex. 4.2, p. 2.) AIC acknowledged Savoy correctly noted in its Initial Brief that copies of the notices were omitted from Appendix D of the Siting Study. AIC explained Staff requested the notices in discovery and they were provided in AIC data response ENG 2.22 on March 9, 2012. AIC filed a Motion to Reopen the Record on June 19, 2012, to admit a copy of the Appendix D notices, which were inadvertently omitted from Ameren Exhibit 4.2.

In addition to AIC’s sworn testimony in the record, AIC notes Staff also reviewed the evidence in this case and concluded AIC did hold at least three public meetings to receive public comments about the Project within six months of filing its Petition, as Subsection 8-406.1(a)(3) requires. (ICC Staff Init. Br. 12.) Thus, AIC argues Savoy’s allegation that AIC failed to give proper notice should be disregarded.

AIC notes Savoy also cites to Subsection 8-406.1(f)(1), alleging a “finding must be made that the project ‘is equitable to all customers.’” Savoy implies that failure to give adequate notice to customers violates this provision of the statute. Notwithstanding the record evidence that AIC has in fact given proper notice, Savoy’s interpretation of this subsection is patently incorrect. The subsection requires one of two findings: (1) “that the Project is necessary to provide adequate, reliable, and efficient service” . . . or (2) “that the Project will promote the development of an effectively competitive electricity market that operates efficiently, *is equitable to all customers*” 220 ILCS 5/8-406.1(f)(1)(emphasis added). Thus, a utility may seek Certificate under either of the two prongs—necessity or economic reasons. AIC contends because it is seeking a certificate under the first prong, therefore, the “equitable language” quoted by Savoy, and found in (2) above, does not apply to this case.

The Primary Route is the Best and Least Cost Option

Savoy also asserts AIC failed to demonstrate the Project is the least-cost means of mitigating the risk of voltage collapse in the Champaign area. As AIC explained in its Initial Brief, AIC concluded the Project was the least cost after extensive study. As Staff agrees, the Primary Route is the least cost route option. However, Savoy complains that AIC “set up an alternate that was more costly.” (Savoy Init. Br. ¶16).

AIC argues Savoy’s position should be rejected. To begin with, it ignores that

AIC is required to select an alternate route. Section 8-406.1 requires that AIC select two alternate routes for a project: “applicant shall provide and identify a primary right-of-way and one or more alternate rights-of-way for the Project....” 220 ILCS 5/8-406.1(B)(viii). In compliance with that requirement, AIC proposed both a Primary and Alternate Route. The routes were selected in a comprehensive process including public and stakeholder meetings, consultation with local governmental representatives, and state regulatory bodies. (AIC Init. Br. 9; See also Ameren Ex. 4.0.) AIC did not present the proposed Alternate Route in order to craft a “straw man” argument as Savoy alleges. Savoy disregards the in depth route siting process, including public meetings, which led to the development of both routes.

As AIC explained in its Initial Brief, the Primary Route is shorter and less costly than the Alternate Route, due in large part to the location of the University of Illinois-Willard Airport, which the Alternate Route must avoid. (AIC Init. Br. 9.) The Primary Route also makes use of existing easements and the Existing Distribution Line, minimizes the potential for impact to existing residences, minimizes the potential for impact to developments as they were known at the time the analysis was completed, and limits the length of the Transmission Line, which would minimize overall ground disturbance while also utilizing existing easements, and best represents what AIC interpreted as the majority consensus of participants in the public process. (Ameren Ex. 4.0, p. 9.) For these reasons, and based on the testimony of Staff and the other parties, AIC maintains the record supports the selection of the Primary Route as the best and least cost option.

In its Initial Brief, Savoy also argues the Commission is not restricted to reviewing only the “project” as defined by AIC, and that the Commission should look at all of the facts and circumstances, including other projects that are reasonably certain to occur within the same geographical locale. (Savoy Init. Br. ¶14.) Savoy cites to no authority to support its position. AIC argues Section 8-406.1(f) requires the Commission to grant a certificate if it finds a “Project” (singular) will promote the public convenience and necessity and that this “Project” is necessary to provide adequate, reliable, and efficient service to the AIC’s customers and is the least-cost means of satisfying the service needs of AIC’s customers: “the Project is necessary to provide adequate, reliable, and efficient service to the public utility’s customers and is the least-cost means of satisfying the service needs of the public utility’s customers....” 220 ILCS 4-806.1(f)(1). AIC also argues Savoy’s interpretation effectively expands the statute to include requirements that the Commission must consider multiple projects (plural) in aggregate, spanning an undefined time period, within an undefined geographic region. Taken to its logical extreme, AIC argues Savoy’s position would require the Commission to examine every potential transmission line throughout AIC’s service territory in every certificate application.

Moreover, AIC argues Savoy’s position ignores the fact that AIC considers multiple projects in an area through its planning process. (Ameren Exs. 10.0 Rev., pp. 5-6; 1.20.) This is reflected in the evidence in this case. (See e.g., Ameren Ex. 1.20.) Thus, even though the statute only requires the Commission to review a singular

“Project”, AIC has presented evidence regarding its planning process—which considers other potential projects for an area—so that the Commission can understand what alternatives AIC reviewed, and can reassure itself that the Project is needed and is the least cost.

Savoy also implies that delay of the Project would be appropriate, alleging a “full record, including evidence of the least-cost means, should be developed...to date, this has not occurred.” (Savoy Init. Br. ¶18.) AIC argues Savoy ignores the record evidence in this case. AIC has determined that service needs require the Transmission Line be in service by 2015 to avoid the risk of voltage collapse. (Ameren Ex. 10.0 Rev., p. 8.) As a result, AIC contends delay is not appropriate. Moreover, AIC contends any delay is and would be disruptive to the service that the customers in the Champaign area require. (*Id.*) AIC also contends postponing the construction of the Transmission Line puts the Champaign area at risk of voltage collapse. (*Id.*)

AIC notes Savoy is correct on rebuttal Mr. Rockrohr testified that “the incremental risk of voltage collapse that would result if AIC waited until 2016 to complete the 138 kV line instead of completing the line in 2015 would be reasonable if the delay is necessary to avoid unfair cost sharing for the dual circuit structures.” (Savoy Init. Br. ¶18 (*citing* ICC Staff Ex. 3.0, lines 153-61).) However, when counsel for Savoy asked Mr. Rockrohr at hearing whether a delay in having the Transmission Line in place beyond 2015 was “reasonable under the circumstances,” Mr. Rockrohr responded bluntly: “It would be better to complete the line in 2015 than 2016 . . . In other words, for this particular 138 kV line, I don’t see a benefit for waiting a year except for the cost.” (Tr. 81, lines 21-11; 83, lines 20-22.) The question, however, is addressed by Mr. Rockrohr’s modification of the Primary Route. Thus, AIC argues any such postponement and incremental risk would not be reasonable given AIC and Staff’s testimony that the Transmission Line is needed by 2015 to provide adequate and reliable service to the Champaign area.

Finally, AIC argues Savoy’s discussion in its Initial Brief of a separate AIC docket, which is completely irrelevant to this proceeding. How the Commission’s ruling in AIC’s AMI docket (Docket 12-0244) helps justify Savoy’s position is not explained. In fact, AIC argues that case is entirely inapposite here. First, a separate statute governs the AMI docket than governs this proceeding. The AMI docket is part of Illinois’ newly enacted formula rate regime for electric delivery rates. It has nothing to do with the need for and construction of transmission lines. The “cost-beneficial” standard, which Savoy refers, is articulated in Section 16-108.6 of the Act. The requirements of a different statute in a different case do not have any bearing on this case at all. AIC contends what matters in this case is if AIC has met the requirements of Section 8-406.1, *not* Section 16-108.6. AIC maintains it has met the requirements, and Staff agrees, thus the Commission should disregard this argument.

5. Staff Response to Savoy

Staff agrees with Savoy that AIC should have provided more information at its

public meeting about other transmission lines AIC plans for the same general area. (Savoy Init. Br. ¶ 12.) Staff acknowledges AIC needs to take steps to mitigate the risk of voltage collapse in the Champaign area, however, and with the modification discussed in III.D.2 above. Staff finds AIC's proposed 138 kV transmission line is the least cost means of satisfying the service needs of its customers. Therefore, Staff continues to recommend that the Commission grant the certificate that AIC requests, except specifying use of dual circuit structures for segments common with the Sidney to Rising 345 kV line. (Staff Init. Br. 13)

6. Commission Conclusion

Based on the evidence in this case, and for the reasons previously stated, the Commission finds the Primary Route to be the best and least cost option for mitigating the risk of voltage collapse in the Champaign area. Therefore, the Commission rejects the alternate routes recommended by CCH and MACC.

E. Other Section 8-406.1 Requirements

1. Position of AIC

AIC notes Subsections 8-406.1(a), (d), and (e) of the Act also contain requirements regarding information, including engineering data, that a utility must include in its application or otherwise fulfill. AIC states Staff agrees AIC's petition included the information required by Subsection 8-406.1(a)(1) of the Act. (ICC Staff Ex. 1.0, p. 7.) AIC maintains it has met the other key requirements of Section 8-406.1 as follows: (1) it paid the application fee of \$100,000 required by Subsection 8-406.1(a)(2); (2) it held at least three public meetings to receive public comments about the Project within six months of filing the Petition pursuant to Subsection 8-406.1(a)(3); (3) it published notice about the Project in the Breeze-Courier within 10 days of filing the Petition as Subsection 8-406.1(d) requires; and (4) it established, and maintained, a dedicated website about the Project at least three weeks prior to holding the first public meeting. (See Ameren Ex. 1.21; ICC Staff Ex. 1.0, pp. 7-10.) Because the proposed Project satisfies the requirements of 8-406.1, both Staff and AIC agree that public convenience and necessity require the Project be constructed by AIC.

2. Position of Staff

In his Direct Testimony, Staff witness Rockrohr testified that AIC has met the other applicable requirements of Section 8-401.1. (Staff Ex. 1.0, p. 7.) He testified that AIC has paid the application fee that Subsection 8-406.1(a)(2) requires. (*Id.*) In addition, AIC did hold at least three public meetings to receive public comments about the project within 6 months of filing its petition, as Subsection 8-406.1(a)(3) requires. (*Id.*) AIC also published notice in the official state newspaper within 10 days of its filing, as Section 8-406.1(d) requires. (*Id.*) Staff witness Rockrohr testified that AIC did establish a dedicated website about the proposed project at least 3 weeks prior to holding its first public meeting. (*Id.*) Mr. Rockrohr believes the other requirements of the

statute have been met.

3. Commission Conclusion

Based on the record in this case, the Commission finds AIC has met the other key requirements of Section 8-406.1.

IV. SECTION 8-503 ORDER

1. Position of AIC

AIC seeks, pursuant to Sections 8-503 and 8-406.1(i) of the Act (220 ILCS 5/8-503, 5/8-406.1(i)), an order directing that the Project be built. Pursuant to Section 8-406.1(i) of the Act, “a decision granting a certificate under this Section shall include an order pursuant to Section 8-503 of this Act authorizing or directing the construction of the high voltage electric service line and related facilities as approved by the Commission, in the manner and within the time specified in said order.” 220 ILCS 5/8-503. AIC explained that it has demonstrated the need for the Project and that the proposed construction of the Transmission Line is necessary to provide adequate, reliable, and efficient service and is the least-cost means of satisfying the service needs of its customers, thereby being in the public interest, and so an order under Section 8-503 is warranted.

2. Position of Staff

Staff recommends that the Commission grant a certificate pursuant to Section 8-406.1 and issue an order pursuant to Section 8-503 of the Act directing the construction of the transmission line that AIC proposes be built along its preferred route with one modification. Staff proposes using dual circuit structures for the 3-mile route segment immediately south of Bondville Route 10 Substation.

3. Commission Conclusion

Pursuant to Section 8-406.1(i) of the Act, “a decision granting a certificate under this Section shall include an order pursuant to Section 8-503 of this Act authorizing or directing the construction of the high voltage electric service line and related facilities as approved by the Commission, in the manner and within the time specified in said order.” 220 ILCS § 5/8-406.1(i).

The Commission finds the Project is necessary and thus authorizes its construction pursuant to Sections 8-503 and 8-406.1(i). AIC has demonstrated that the proposed construction of the Transmission Line is necessary to provide adequate, reliable, and efficient service and is the least-cost means of satisfying the service needs of its customers, and is therefore in the public interest and should be approved.

V. FINDING AND ORDERING PARAGRAPHS

The Commission having examined the entire record herein, and being fully advised in the premise, is of the opinion and finds that:

- 1) AIC is an Illinois corporation engaged in the business of furnishing electric service in the State of Illinois and is a public utility within the meaning of Section 3-105 of the Act;
- 2) The Commission has jurisdiction over AIC and the subject matter herein;
- 3) The recitals of fact and conclusions of law reached in the prefatory portion of this Order are supported by the record and are hereby adopted as findings of fact and conclusions of law for purposes of this Order;
- 4) AIC proposes to construct, operate and maintain a new 138 kilovolt ("kV") electric line in an area south and west of Champaign, Illinois, connecting AIC's existing Bondville Route 10 and Southwest Campus substations;
- 5) AIC has demonstrated that the proposed Transmission Line is necessary, meets the requirements of Section 8-406.1 of the Act, and represents the best and the least-cost means of providing adequate and reliable and efficient electric service to Petitioner's customers;
- 6) AIC has demonstrated that it is capable of efficiently managing and supervising the construction process and has taken sufficient action to ensure adequate and efficient construction and supervision thereof;
- 7) AIC has demonstrated that the utility is capable of financing the proposed construction without significant adverse financial consequences for the utility or its customers;
- 8) AIC has demonstrated that the Primary Route, as shown on Ameren Late Filed Exhibit 1 and legally described on Ameren Exhibit 2.1, is the least-cost route, is reasonable, and should be approved;
- 9) The 100-foot proposed minimum right-of-way width (150 feet for a 345 kV line) is reasonable and appropriate and should be approved; and
- 10) The Project, including substation modifications at Bondville, Southwest Campus and Windsor substations as well as the construction of the new Transmission Line as described in this Order, is necessary and ought reasonably to be made to promote the security or the convenience of the public and to secure adequate electric service or facilities to AIC's customers, and AIC should be authorized to construct the Project, pursuant to Section 8-503 of the Act.

IT IS THEREFORE, ORDERED by the Illinois Commerce Commission that Ameren Illinois Company's Petition seeking a Certificate of Public Convenience and Necessity be and is hereby granted. Said certificate shall read as:

CERTIFICATE OF PUBLIC CONVENIENCE AND NECESSITY

IT IS HEREBY CERTIFIED that the public convenience and necessity require: (1) construction, operation and maintenance by Ameren Illinois Company of a transmission line as legally described in Ameren exhibit 2.1 and shown on the Map identified as Ameren Late Filed Exhibit 1, together with such related facilities, land rights, ties to adjacent transmission lines, or repairs, as are or may become reasonably necessary to promote the public convenience and necessity and to secure adequate service; and (2) the transaction of an electric public utility business in connection therewith, all as herein before set forth.

IT IS FURTHER ORDERED that the Transmission Line Primary Route, as legally described on Ameren Exhibit 2.1 and shown on Ameren Late Filed Exhibit 1, and as adopted herein as Exhibits A and B of this Order respectively, is hereby approved, and the minimum right-of-way width on such route shall be 100 feet (150 feet for 345 kV line);

IT IS FURTHER ORDERED that Ameren Illinois is authorized, under Section 8-503 of the Act, to construct the Project herein, including substation modifications at Bondville, Southwest Campus and Windsor substations and the construction of the Transmission Line, at the locations and in the manner described in this Order, together with such related facilities as are or may become reasonably necessary to promote the public convenience and necessity and to secure adequate service;

IT IS FURTHER ORDERED that, subject to the provisions of Section 10-113 of the Act and 83 Illinois Administrative Code 200.880, this Order is final and is not subject to the Administrative Review Law.

Dated: June 20, 2012

Respectfully submitted,

Ameren Illinois Company

By: /s/ Albert D. Sturtevant

One of their attorneys

Albert D. Sturtevant
Rebecca L. Segal
WHITT STURTEVANT LLP
180 N. LaSalle Street, Suite 1822
Chicago, Illinois 60601
(312) 251-3017
sturtevant@whitt-sturtevant.com
segal@whitt-sturtevant.com

Edward C. Fitzhenry
Matthew R. Tomc
AMEREN SERVICES COMPANY
One Ameren Plaza
1901 Chouteau Avenue
St. Louis, Missouri 63166
(314) 554-3533
(314) 554-4014 (fax)
efitzhenry@ameren.com
mtomc@ameren.com

CERTIFICATE OF SERVICE

I, Albert D. Sturtevant, certify that on June 20, 2012, I caused a copy of the foregoing *Draft Order* to be served by electronic mail to the individuals on the Commission's Service List for Docket No. 12-0080.

/s/ Albert D. Sturtevant

Attorney for Ameren Illinois Company